



LIMITED LIABILITY COMPANY
STATEMENT OF CHANGE
OF
KNOWN PLACE OF BUSINESS, MANAGERS AND MEMBER ADDRESSES

1. The exact name of the Limited Liability Company (LLC) on file with the Arizona Corporation Commission (ACC) is: ***Briarcrest Properties, L.L.C.***
2. The ACC file number is: ***L-1288503-0.***
3. The current address of the L.L.C.'s known place of business, Managers and Member (old) on file with the ACC is:

PO Box 30454
Tucson, Arizona 85751

4. The name and street address of the current statutory agent on file with the ACC is:

Gregory V. Gadarian
2200 E. River Road, Suite 123
Tucson, Arizona 85718

5. The ***known place of business address, Managers addresses and Member's address*** in ARIZONA is to be changed. The addresses of the ***new*** place of business, Managers and the Member is:

7313 E. Tanque Verde Rd.
Tucson, Arizona 85715

5-8-08
RECEIVED

MAY 6 - 2008

DATED this 1 day of MAY, 2008.

ARIZONA CORP. COMMISSION
CORPORATIONS DIVISION

Briarcrest Properties, L.L.C.

By: Craig A. Nauseley
Craig A. Nauseley
Title: Manager

By: Peggy Jo Nauseley
Peggy Jo Nauseley
Title: Manager